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MAYER, BROWN & PLATT

190 SOUTH LA SALLE STREET
CHICAGO, ILLINOIS 60603-3441

RECORDATION NO. *14568-F*

Filed & Recorded

2-782-0600
TELEX 190404
FACSIMILE
312-701-7711

FEB 18 1988 10-30 AM

INTERSTATE COMMERCE COMMISSION

WRITER'S DIRECT DIAL NUMBER

FILE NUMBER

(312) 701-7193

February 15, 1988

Interstate Commerce Commission
Attention: Mildred Lee
Room 2303
12th and Constitution Avenue, N.W.
Washington, D.C. 20423

2/18/88
13.00
ICC Washington, D.C.

Dear Ms. Lee:

I enclose a letter agreement which amends the name of one of the parties to documents which previously have been filed in your office. The names and addresses of the parties to this document are as follows:

Continental Illinois National Bank
and Trust Company of Chicago
231 South LaSalle Street
Chicago, Illinois 60697

Zeigler Coal Holding Company
331 Salem Place
Fairview Heights, Illinois 62208

Zeigler Coal Company
331 Salem Place
Fairview Heights, Illinois 62208

Jefferson Oil & Gas Corporation
331 Salem Place
Fairview Heights, Illinois 62208

Please file this document in your lien records. I have enclosed a check for \$13.00 for your filing fees. Please call me collect if you have any questions or problems. I enclose a self-addressed, stamped envelope for you to return to me the filed, stamped copy.

Sincerely,

Mary Ann Swanger
Mary Ann Swanger
Paralegal

MAS/jv
Enclosure

Interstate Commerce Commission
Washington, D.C. 20423

2/24/88

OFFICE OF THE SECRETARY

Mary Ann Swanger
Mayer, Brown, & Platt
190 South LaSalle Street, 35th. Floor
Chicago, Illinois 60603

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/23/88 at 10:30am, and assigned re-cordation number(s). 14568-E & 14568-F

Sincerely yours,

Narta L. McEue
Secretary

Enclosure(s)

MAYER, BROWN & PLATT

WASHINGTON
LONDON
NEW YORK
DENVER
HOUSTON
LOS ANGELES

190 SOUTH LA SALLE STREET
CHICAGO, ILLINOIS 60603-3441

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TELEX 190404
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312-701-7711

WRITER'S DIRECT DIAL NUMBER

(312) 701-7193

FILE NUMBER


February 18, 1988

Interstate Commerce Commission
Attention: Mildred Lee
Room 2303
12th and Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Ms. Lee:

I enclose "notarized" photocopies of original documents which earlier were sent to your office. Please arrange to complete the filing process on these documents as soon as possible. Acknowledgment copies should be sent to me in the self-addressed, stamped envelope that earlier were provided to you.

Sincerely,


Mary Swanger
Paralegal

MS/pt
Encl.

Illinois

Cook

)
)
)
)

SS.

RECORDATION NO. 14568 Filed & Recorded

FEB 18 1922 10:30 AM

INTERSTATE COMMERCE COMMISSION

The attached document is a true and correct
copy of the original.

Patricia H. Trechel





CONTINENTAL BANK

CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO • 231 SOUTH LA SALLE STREET • CHICAGO, ILLINOIS 60601

RECORDATION NO. 14568-1
Ind. & Recorded

FEB 10 1988 10 30 AM

INTERSTATE COMMERCE COMMISSION

January 30, 1987

To the Parties Listed on the
Signature Pages Hereto

Re: Loan Agreement, dated as of January 31, 1985
and heretofore amended (as amended, herein called
the "Loan Agreement"), among Zeigler Coal Holding
Company, a Delaware corporation ("Holding"),
the predecessor corporations of Zeigler Coal
Company, an Illinois corporation ("Zeigler"),
and Continental Illinois National Bank and Trust
Company of Chicago, a national banking
association (the "Bank")

Gentlemen:

Pursuant to the Loan Agreement, the Bank and various
of the parties listed on the signature pages hereto have
executed and delivered certain Collateral Documents (as
defined in the Loan Agreement), including, without
limitation:

- (a) that certain Mortgage, Deed of Trust, Assignment
of Production, Security Agreement and Financing
Statement, dated as of January 31, 1985 and
amended and supplemented as of December 19, 1985
(as so amended and supplemented, the "Zeigler
Mortgage") from Zeigler to Karyn A. Rose and
Marie Coco of Chicago, Illinois, as trustees
("Trustees"), and the Bank (together with the
Trustees, the "Secured Parties"), which Zeigler
Mortgage and certain Assumption Certificates
of Zeigler have been filed and recorded as set
forth in Schedule I hereto; and
- (b) that certain Mortgage, Deed of Trust, Assignment,
Security Agreement and Financing Statement, dated
as of January 31, 1985 and amended and
supplemented as of December 19, 1985 (as so
amended and supplemented, the "Jefferson
Mortgage", and together with the Zeigler
Mortgage, the "Mortgages") from Jefferson Oil
& Gas Corporation, an Illinois corporation
("Jefferson", and together with Zeigler, the
"Mortgagors"), to the Secured Parties, which
Jefferson Mortgage has been filed and recorded
as set forth in Schedule II hereto.



Zeigler Coal Holding Company
Zeigler Coal Company
Jefferson Oil & Gas Corporation
January 30, 1987
Page 2

When used in the Loan Agreement and certain of the Collateral Documents, including the Mortgages, the name of Jefferson is sometimes mis-spelled as "Jefferson Oil and Gas Corporation". This letter agreement amends the Loan Agreement and the Collateral Documents, including the Mortgages, to correct this mis-spelling by replacing the name "Jefferson Oil and Gas Corporation" with the name "Jefferson Oil & Gas Corporation" wherever the former appears in any of the Loan Agreement or the Collateral Documents, including the Mortgages.

This letter agreement shall be considered as an amendment and supplement to the Loan Agreement and the Collateral Documents, including the Mortgages, and except as herein expressly amended and supplemented, the Loan Agreement and the Collateral Documents, including the Mortgages, are hereby ratified, approved and confirmed in every respect. All references to the Loan Agreement and the Collateral Documents, including the Mortgages, in any other documents shall hereafter be deemed to refer to the Loan Agreement and the Collateral Documents, including the Mortgages, as amended and supplemented hereby.

This letter agreement shall become effective as of January 31, 1987 on the date on which the Bank has received one or more counterparts of this letter agreement duly executed by each of the parties listed on the signature pages hereto. This letter agreement may be filed or recorded in any location where any of the Collateral Documents, including the Mortgages, have been filed or recorded.

Please indicate your agreement to the foregoing by executing eighteen copies of this letter agreement in the spaces provided below and returning sixteen such copies to the undersigned.

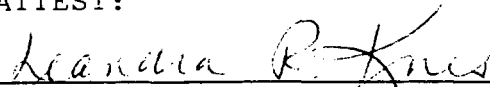
Very truly yours,

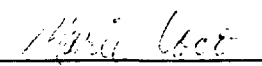
CONTINENTAL ILLINOIS NATIONAL BANK
AND TRUST COMPANY

By 
Vice President


Karyn A. Rose, Trustee

ATTEST:


Banking Officer
(Seal)


Marie Coco, Trustee



Zeigler Coal Holding Company
Zeigler Coal Company
Jefferson Oil & Gas Corporation
January 30, 1987
Page 3

SO AGREED:

ZEIGLER COAL HOLDING COMPANY

By C. Blazer
Title: VP

ATTEST:

Brent Notcher
Secretary
(Seal)

ZEIGLER COAL COMPANY

By C. Blazer
Title: VP

ATTEST:

Brent Notcher
Secretary
(Seal)

JEFFERSON OIL & GAS CORPORATION

By C. Blazer
Title: VP

ATTEST:

Brent Notcher
Secretary
(Seal)

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

BE IT REMEMBERED that I, LaVerne Belligio, a Notary Public duly qualified, commissioned, sworn and acting in and for the County and State aforesaid, hereby certify that, on this 8 day of February, 1987, there appeared before me severally each of the following persons, each being either a Trustee or else the designated officer of the association set opposite his name, and each such Trustee and association being a party to the foregoing instrument:

Gus C. Bourne, Vice President,
and Leandra R. Knes, Banking Officer,
of Continental Illinois National Bank and Trust Company of Chicago, a national banking association, whose address is 231 South LaSalle Street, Chicago, Illinois 60697; and

Karyn A. Rose and Marie Coco, whose addresses are 231 South LaSalle Street, Chicago, Illinois 60697, as Trustees.

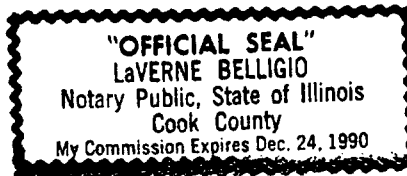
ILLINOIS

The foregoing instrument was acknowledged before me this day by said persons as the designated officers of the association set opposite their names (or as Trustees, as the case may be) on behalf of said association (or themselves, as Trustees).

Witness my hand and official seal.

LaVerne Belligio
Notary Public
Residing at: Chicago, Illinois

My commission expires:



STATE OF ILLINOIS)
) SS.
COUNTY OF ~~COOK~~)
ST. CLAIR

BE IT REMEMBERED that I, Mary K. Markey a Notary Public duly qualified, commissioned, sworn and acting in and for the County and State aforesaid, hereby certify that, on this 26th day of February, 1987, there appeared before me severally each of the following persons, each being the designated officer of the corporation set opposite his name and such corporation being a party to the foregoing instrument:

Chand B. Vyas, the Vice President of Zeigler Coal Holding Company, a Delaware corporation, whose address is 331 Salem Place, Fairview Heights, Illinois 62208;

Chand B. Vyas, the Vice President of Zeigler Coal Company, an Illinois corporation, whose address is 331 Salem Place, Fairview Heights, Illinois 62208;

Chand B. Vyas, the Vice President of Jefferson Oil & Gas Corporation, an Illinois corporation, whose address is 331 Salem Place, Fairview Heights, Illinois 62208; and

Brent L. Motchan, the Secretary of each such corporation, whose address is 331 Salem Place, Fairview Heights, Illinois 62208.

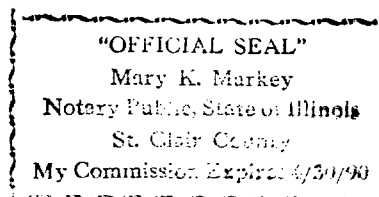
ILLINOIS

The foregoing instrument was acknowledged before me this day by said persons as the designated officers of the corporation set opposite their names on behalf of said corporation.

Witness my hand and official seal.

Mary K. Markey
Notary Public
Residing at: Chicago,
Fairview Heights, IL

My commission expires: April 30, 1990



Schedule I

Mortgage, Deed of Trust, Assignment of Production, Security Agreement and Financing Statement, dated as of January 31, 1985, from Zeigler Coal Company, was recorded and filed as follows:

Illinois

<u>Jurisdiction</u>	<u>Recording and Filing Data</u>
1. Douglas County	Real Estate Records 1/31/85-2:15 P.M. #156223 Mtg. Bk. 211, Page 35 UCC Records 1/31/85-3:45 P.M. #156227 UCC 16,798-C
2. Franklin County	Real Estate Records 1/31/85-2:15 P.M. #85-561 UCC Records 1/31/85-2:15 P.M. #139
3. Perry County	Real Estate Records 1/31/85 #87 3078 in Mtg. Rec. 157, pgs. 445-472 UCC Records 1/31/85 #87 3080 in Mtg. Rec. 157, pgs. 517-544 UCC #3508, Entry 29434, Box 37
4. Randolph County	Real Estate Records 1/31/85 Bk. 303, p. 126 UCC Records 1/31/85 UCC F 15816

5. Williamson County Real Estate Records
1/31/85
Mtg. Bk. 187, p. 689
Doc. #8157
- UCC Records
1/31/85
FS 4822
6. Secretary of State 1/31/85-3:11 P.M.
of Illinois #1960783

Kentucky

- | <u>Jurisdiction</u> | <u>Recording and Filing
Data</u> |
|---------------------|--|
| 1. Hopkins County | Real Estate Records
1/31/85-2:26 P.M.
Mtg. Bk, 314, p. 676 |
| | UCC Records
1/31/85-2:30 P.M.
#173137 |

Assumption Certificate, dated January 31, 1985, executed by Zeigler Coal Company was recorded and filed as follows:

Illinois

- | <u>Jurisdiction</u> | <u>Recording and Filing
Data</u> |
|---------------------|---|
| 1. Douglas County | Real Estate Records
2/19/85
#156429
Mtg. Bk. 211, p. 316 |
| | UCC Records
2/14/85
#156397
16,826-C |

2. Franklin County

Real Estate Records
2/15/85
#85-830

UCC Records
2/15/85
#206

3. Perry County

Real Estate Records
2/14/85
#873179
Mtg. Bk, 157, pgs. 653-656

UCC Records
2/14/85
File No. 3534
Entry No. 29428
Box 37

4. Randolph County

Real Estate Records
2/14/85
Deeds Vol. 303,
pgs. 520-523

UCC Records
2/14/85
F 15816

5. Williamson County

Real Estate Records
2/14/85
Misc. Rd. 117, p. 642
#8810

UCC Records
2/14/85
#4931

6. Secretary of State
of Illinois

2/5/85
#1962466
2/14/85
#1965514

Kentucky

Jurisdiction

Recording and Filing
Data

1. Hopkins County

Real Estate Records
2/14/85
Mtg. Bk, 315, p. 141

UCC Records
2/14/85
#173137

First Supplemental Mortgage, Deed of Trust, Assignment of Production, Security Agreement and Financing Statement, dated as of December 19, 1985, between Zeigler Coal Company to Karyn A. Rose, Trustee and Marie Coco, Trustee and Continental Illinois National Bank and Trust Company of Chicago, was recorded and filed as follows:

Illinois

<u>Jurisdiction</u>	<u>Recording and Filing Data</u>
1. Douglas County	Real Estate Mortgage Records 1/6/86 Book 216, Page 333, #161426 UCC Records 1/6/86 #18,425C
2. Franklin County	Real Estate Mortgage Records 1/6/86 Doc. #2152 UCC Records 1/6/86 Doc. #86-89
3. Perry County	Real Estate Mortgage Records 1/7/86 Doc. #876566, Book 160, Page 507-518 UCC Records 1/7/86 File #4322, Entry #30659, Box 40 of UCC
4. Randolph County	Real Estate Mortgage Records 1/7/86 Vol. 312, Page 668-679 UCC Records 1/27/86 File #F15816

5. Williamson County

Real Estate Mortgage Records
1/6/86
Mort. Record 189, Page 273

UCC Records
1/6/86
File #7079

6. Secretary of State
of Illinois

UCC Records
1/14/86
2091915

Kentucky

Jurisdiction

Recording and Filing
Data

1. Hopkins County

Real Estate Mortgage Records
1/13/86
Book 325, Page 335

UCC Records
1/18/86
Doc. #173137

Schedule II

- A. Mortgage, Deed of Trust, Assignment, Security Agreement and Financing Statement, dated as of January 31, 1985, from Jefferson Oil & Gas Corporation, was recorded and filed as follows:

Illinois

<u>Jurisdiction</u>	<u>Recording and Filing Data</u>
1. Douglas County	Real Estate Records 1/31/85-2:15 P.M. #156224 Mtg. Bk. 211, Pg. 204 UCC Records 1/31/85-3:45 P.M. #156228 UCC #16,799-C
2. Franklin County	Real Estate Records 1/31/85-2:15 P.M. #85-562 UCC Records 1/31/85-2:15 P.M. UCC #140
3. Jackson County	Real Estate Records 1/31/85-2:22 P.M. Book 637, page 399 Doc #138780 UCC Records 1/31/85-2:22 P.M. #F41702
4. Jefferson County	Real Estate Records 1/31/85-2:45 P.M. Mortg. Cab. 3, Drawer 6 Instrument 4173

UCC Records
1/31/85-2:45 P.M.
Mortg. as FS-
FS Record 28203

5. Perry County

Real Estate Records
1/31/85
#87 3079 in
Mtg. Rec. 157,
p. 473-516

UCC Records
1/31/85
#87 3081 in Mtg. Rec. 157,
p. 545-588

UCC #3509
Entry 29434, Box 37

6. Randolph County

Real Estate Records
1/31/85
Bk. 303, p. 180

UCC Records
1/31/85
UCC #F15817

7. Williamson County

Real Estate Records
1/31/85
Mtg. Bk. 187, p. 690
Doc. #8158

UCC Records
1/31/85
FS 4823

8. Secretary of State
of Illinois

1/31/85 - 3:11 P.M.
1960784

Kentucky

Jurisdiction

Recording and Filing
Data

1. Hopkins County

Real Estate Records
1/31/85-2:25 P.M.
Mtg. Bk. 314, p. 632

UCC Records
1/31/85-2:31 P.M.
#173138

First Supplemental Mortgage, Deed of Trust, Assignment, Security Agreement and Financing Statement, dated as of December 19, 1985, between Jefferson Oil & Gas Corporation to Karyn A. Rose, Trustee and Marie Coco, Trustee of Continental Illinois National Bank and Trust Company of Chicago, was recorded and filed as follows:

Illinois

<u>Jurisdiction</u>	<u>Recording and Filing Data</u>
1. Douglas County	Real Estate Mortgage Records 1/15/86 Mort. Book 217, Page 56-66, Doc. # 161569 UCC Records 1/15/86 18,471C
2. Franklin County	Real Estate Mortgage Records 1/13/86 Doc. # 86-220 UCC Records 1/13/86 Doc. # 51
3. Jackson County	Real Estate Mortgage Records 1/10/86 146867, Book 0655, Page 094 UCC Records 1/10/86 146866
4. Jefferson County	Real Estate Mortgage Records 1/16/86 Cabinet 3, Drawer 7, Inst. 5156, Doc. #TT11951 UCC 1/16/86 TT11952

Jurisdiction

Recording and Filing
Data

5. Perry County

Real Estate Mortgage Records
1/10/86
#876606, Book 160,
Page 545-556

UCC Records
1/10/86
#4331, Entry #30675, Box 40 of
UCC

6. Randolph County

Real Estate Mortgage Records
1/10/86
Book 312, Page 772-782

UCC Records
1/10/86
#F16905

7. Williamson County

Real Estate Mortgage Records
1/13/86
Mort. Record 189, Page 293,
#7075

UCC Records
1/13/86
#7105

8. Secretary of
State of Illinois

UCC Records
1/15/86
2092227

Kentucky

Jurisdiction

Recording and Filing
Data

1. Hopkins County

Real Estate Mortgage Records
1/17/86
Mort. Book 325, Page 426

UCC Records
1/17/86
#173138